

**Articles of Incorporation
of
Morgan Baptist Project Care, Inc.
A Nonprofit Corporation**

These articles of incorporation are signed and acknowledged by the incorporators for the purpose of forming a nonprofit corporation under the provisions of the Code of Alabama, 1975, known as the Alabama Nonprofit Corporation Act and to comply with 501(c) of the Internal Revenue Code as follows:

ARTICLE I: NAME

The name of the corporation shall be Morgan Baptist Project Care, Inc.

ARTICLE II: OBJECTS

The objects of purposes of this Corporation are as follows:

- (a) The spreading of the gospel of Jesus Christ in the State of Alabama and elsewhere, as the directors may see fit.
- (b) To do all things necessary and incident to promote the general social, benevolent and charitable works of the corporation .
- (c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE III: POWERS

- (1) The corporation shall have all the general powers enumerated in the Code of Alabama, 1975, 10-3A-1 et seq..
- (2) To receive and administer funds for the aforesaid purposes, and for no other purpose, and to that end to take and hold by contract, agreement, bequest, devise, gift, purchase, lease, either absolutely or in trust for such objects and

purposes or trust and by membership fees received and contracts entered into for its purposes as herein stated and for no other purpose.

ARTICLE IV: INCORPORATORS

The names and addresses of each of the incorporates are as follows:

NAME	ADDRESS
Thomas Bennich	1298 Parker Road, SE Hartselle, AL 35640
Neal Deason	403 Williams Street Decatur, AL 35601
Herman Marks, Sr.	11704 Sandra Street, SW Decatur, AL 35601
Charles Sanford	205 Nethery Road, SW Hartselle, AL 35640

ARTICLE V: MEMBERSHIP

The Corporation shall not have members.

ARTICLE VI: OFFICERS

The Officers of the corporation shall consist of the Chairman, Vice-Chairman, and Secretary/Treasurer. The terms of the officers shall correspond to the Corporations fiscal year as provided in the by-laws. The Board of Directors shall consist of officers, to serve for terms of one year or until their successors are duly nominated and elected. The times, places and manner of selecting officers and directors shall be provided in the by-laws. The officers for the first year shall be:

Chairperson:	Hugh Bohlin
Vice-Chairperson:	John Bain
Secretary/Treasurer:	Ann Allen

ARTICLE VII: BY-LAWS

The Board of Directors may adopt by-laws for the governance of the Corporation. The by-laws shall be ratified by the Executive Committee of the Morgan Baptist Association.

ARTICLE VIII: REGISTERED OFFICE & REGISTERED AGENT

The location and address of the corporation initial registered office is 1410 State Street, NW, in the City of Hartselle, Alabama. The mailing address is Post Office Box 876, Hartselle, AL 35640. The name of the registered agent is Jere W. Patterson, Sr., Trustee.

ARTICLE IX: AUTHORITY

Said Corporation is organized on a nonstock basis. Said Corporation is to be financed under the following general plan: by contributions to it of funds and property absolutely or in any of them, any property real, personal or mixed, without limitations as to amount or value, except such limitation, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to deal with such property for any of the aforementioned purposes without limitation, except such limitations, if any, may be contained in the instrument under which such property is received; and to exercise any, all, and every power for which a nonprofit corporation organized under the provisions of the Alabama Nonprofit Corporation Act, all for the public welfare can be authorized to exercise, but not any other power. No part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE X: DURATION

This being a benevolent corporation, its term is unlimited and in perpetuity.

ARTICLE XI: DIRECTORS

The Board of Directors shall consist of seven (7) members and three (3) ex-officio members. Those initial directors chosen for the first year or until their respective successors are elected and qualified are as follows:

1. Debbie Pirkle 2250 Westmeade Drive, SW,
Decatur, AL 35603
 2. Ann Allen 2422 Danville Road, SW
Decatur, AL 35602
 3. John Bain 123 Hamaker
Decatur, AL 35603
 4. George Mills 2703 Highway 31, South
Decatur, AL 35603
 5. Hugh Bohlin 2149 Westbury Court, SW
Decatur, AL 35603
 6. Brent Craig 1408 Fifth Avenue, SE
Decatur, AL 35601
 7. Virginia Howell 907 Barkley Street, SW
Hartselle, AL 35640
- Morgan Baptist Association Director of Missions Ex-Officio
 - Morgan Baptist Association Director of Ministries Ex-Officio
 - Morgan Baptist Association Moderator Ex-Officio

ARTICLE XII: DISSOLUTION

All the property of this corporation and accumulations thereof shall be held and administered to effectuate its purposes and to serve the general welfare of the people of the State of Alabama. Upon the dissolution of this nonprofit corporation for any cause, the assets of the corporation of whatever kind and wherever situated shall be distributed to any nonprofit corporation or governmental agency qualified to receive such distributions under 501(c) of the Internal Revenue Code, to be used for the purposes set forth in Article Two herein above. No distribution of the assets of this corporation shall ever be made to any member, director or officer of this Corporation.

ARTICLE XIII: AMENDMENTS

It shall not be necessary to amend the Articles of Incorporation in order to change the number, the designations, the terms, or the method of selection of the officers and directors of this Corporation, and any such changes may be made by proper amendment to the By-Laws of the Corporation.

We, the undersigned, each being over nineteen years of age constitute all of the members of Morgan Baptist Association Project Care, Inc., and hereby certify that we are duly constituted members of the said corporation and constitute all of its members and desire to become incorporated as set forth above.

STATE OF ALABAMA)
)
COUNTY OF MORGAN)

2002 301
Filed in the Above
INCORP Book & Page
02-26-2002 02:22:14 PM
Bobby Day - Probate Judge
State of Alabama, Morgan County

Before me, a Notary Public in and for the State at Large, personally appeared:

Tom Bennick

Neal Deason

Herman Marks, Sr.

Charles Sanford

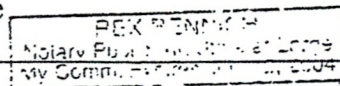
State of Alabama, Morgan County
I certify this instrument was filed on
~~02-26-2002 02:22:14 PM~~
and recorded in INCORP Book
2002 at pages 296 - 301
~~Bobby Day - Probate Judge~~

who being by me first duly sworn, states that they are the persons named as the Incorporators of Morgan Baptist Association Project Care, Inc., and that they, as such Incorporators are bona fide members and each are over nineteen years of age and make this affidavit to comply with the Statutes and Laws of the State of Alabama relative to the Incorporation of a Nonprofit Organization, under the Alabama Nonprofit Corporation Act.

This the 26th day of Feb, 2002.

Ref Bennick

Notary Public, State at Large
My Commission Expires:



Tera/Cashier: RECORDS / Angelah
Tran: 1758.50414.71323
AFF Special Fee (Act 95-424) 5.00
REC Recording Fee 25.00
Total Fees: \$ 30.00

IN WITNESS WHEREOF the incorporators have signed the Articles of
Incorporation on this the 26 day of February, 2002.

Jon Bennick
Incorporator

Neal Deerson
Incorporator

Herman H. Mark
Incorporator

Charles W. Sanford
Incorporator


2002 300
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INCORP Book & Page
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**Articles of Incorporation
of
Morgan Baptist Project Care, Inc.
A Nonprofit Corporation
75-3059739**

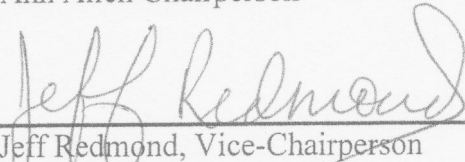
Amendment I

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF the officers of this incorporation have signed the Amendment #1 to the Articles of Incorporation on this the 9th day of May 2005.




Ann Allen Chairperson



Jeff Redmond, Vice-Chairperson



Betty Parker, Secretary/Treasurer



Virginia Alexander, Director of Ministries